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NUMODA CORPORATION

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
OAKLAND DIVISION

TAIMED BIOLOGICS, INC.,

Plaintiff,

v.

NUMODA CORPORATION,

Defendant.

AND RELATED COUNTERCLAIM.

No. C 10-03260 LB (JCS)

**STIPULATION AND
~~PROPOSED~~ ORDER OF
DISMISSAL WITH PREJUDICE
OF SECOND AMENDED
COMPLAINT AND OF FIRST
AMENDED COUNTERCLAIM**

Date: No Hearing Requested
Time: N/A
Place: N/A
Court: Hon. Laurel Beeler

1 WHEREAS, on June 10, 2010, TaiMed Biologics, Inc. ("TaiMed") filed a complaint
2 against Numoda Corporation ("Numoda") in San Francisco Superior Court (Case No. CGC-10-
3 500648) alleging breach of contract;

4 WHEREAS, on July 23, 2010, Numoda removed the case to this Court;

5 WHEREAS, there is now pending before this Court an action entitled *TaiMed Biologics,*
6 *Inc. v. Numoda Corporation*, Northern District of California, Oakland Division, No. C-10-03260
7 LB;

8 WHEREAS, on July 30, 2010, Numoda filed an Answer to TaiMed's Complaint and a
9 Counterclaim for breach of contract, common counts, breach of implied contract, unjust
10 enrichment, interference with contractual relations, and interference with prospective relations;

11 WHEREAS, on August 23, 2010, TaiMed filed an Amended Complaint for breach of
12 contract, intentional misrepresentation, negligent misrepresentation, intentional nondisclosure,
13 and declaratory relief;

14 WHEREAS, on September 9, 2010, Numoda answered TaiMed's Amended Complaint;

15 WHEREAS, on September 16, 2010, Numoda filed a First Amended Counterclaim
16 against TaiMed;

17 WHEREAS, on January 31, 2011, the parties appeared before Judge Spero for an initial
18 settlement conference, but not did reach an agreement;

19 WHEREAS, on April 28, 2011, TaiMed filed a Second Amended Complaint for breach of
20 contract claims, anticipatory breach of contract, intentional misrepresentation, negligent
21 misrepresentation, intentional nondisclosure, attempted extortion, and declaratory relief;

22 WHEREAS, on May 19, 2011, Numoda filed a Motion to Dismiss and a Motion to Strike
23 TaiMed's claim for attempted extortion;

24 WHEREAS, on July 7, 2011, the parties appeared before Judge Spero for a second
25 settlement conference, and agreed in principle to resolve their dispute; and

26 WHEREAS, on October 11, 2011, the parties executed a Settlement Agreement and
27 General Release.

1 IT IS HEREBY STIPULATED AND AGREED that:

2 1. TaiMed dismisses with prejudice its Second Amended Complaint and all claims
3 therein against Numoda.

4 2. Numoda dismisses with prejudice its First Amended Counterclaim and all
5 counterclaims therein against TaiMed.

6 3. Each party shall bear its own costs and attorneys' fees.

7 **IT IS SO STIPULATED.**

8 Dated: October 11, 2011

MORRISON & FOERSTER LLP

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10 By: /s/ Cedric C. Chao
11 Cedric C. Chao

12 Attorneys for Plaintiff and Counter-defendant
13 TAIMED BIOLOGICS, INC.

14 Dated: October 11, 2011

KAUFMAN DOLOWICH VOLUCK & GONZO LLP

15 By: /s/ Eliabeth Williams
16 Elizabeth Williams

17 Attorneys for Defendant and Counter-claimant
18 NUMODA CORPORATION
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[PROPOSED] ORDER OF DISMISSAL WITH PREJUDICE

For good cause shown, pursuant to Rule 41(a)(2) of the Federal Rules of Civil Procedure,
IT IS HEREBY ORDERED that:

1. TaiMed's Second Amended Complaint and all claims therein against Numoda are dismissed with prejudice.

2. Numoda's First Amended Counterclaim and all counterclaims therein against TaiMed are dismissed with prejudice.

IT IS SO ORDERED.

Dated: October 19, 2011

